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## Holme Roberts &amp; Owen LLP



August 22, 2000

Mr. Todd Berget  
Universal Land Corporation  
278 Spencer Road  
Libby, MT 59923

Dear Mr. Berget:

Katheryn Jarvin  
Cuggan  
(303)866-0403  
ecuggan@hro.com

Attorneys at Law  
1700 Lincoln Street  
Suite 4100  
Denver, Colorado  
80202-4541  
Tel (303)861-7000  
Fax (303)866-0200  
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Denver  
Salt Lake City  
Boulder  
Colorado Springs  
London

constitutes a memorandum of understanding  
This letter ~~constitutes the agreement~~ between W.R. Grace and Universal Land Corporation regarding use of property located in the northwest corner of Lot 1 of the Millwood Subdivision. Although Grace would prefer to rent the property at \$1000 per month, Universal has insisted that the only option to allow Grace to use the property is to give the smaller temporary pole building to Universal. Furthermore, the U.S. Environmental Protection Agency has ordered that we submit this proposal for prior approval under the Unilateral Administrative Order. As such, this agreement is contingent on EPA approval of the scope and cost.

Universal agrees to allow Grace to construct two temporary pole buildings on its property located in the northwest corner of Lot 1 of the Millwood Subdivision in Libby, Montana. The two buildings are to be built to the specifications outlined in the Bid Document attached to this letter. Universal agrees to allow Grace to use the property for one year, beginning August 1, 2000 and ending July 31, 2001. At the end of the one year period, Grace agrees to transfer ownership of the smaller of the two temporary pole buildings, as is, to Universal. Universal agrees that Grace maintains ownership of the larger of the two pole buildings.

that Grace will  
Universal understands and agrees that the buildings are being constructed in accord with City requirements for temporary buildings and that no electricity or water will be run to either building and that emergency services (i.e., fire hydrants) are limited to temporary use. Universal further understands and agrees to remove the bushes and short trees located between the buildings and the highway.

This memorandum of understanding shall be substituted with a detailed lease agreement after EPA approval is obtained.

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Holme Roberts &amp; Owen LLP

Mr. Todd Berget  
August 22, 2000  
Page 2

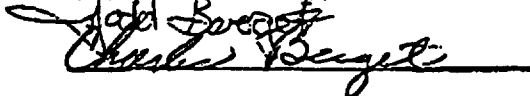
Please indicate Universal's assent to the details of this letter by signing below as indicated and return this letter to me. Thank you.

Sincerely,



Kathryn Jarvis Coggon

Agreed to by:  
Universal Land Corporation

Date: 08-22-00

Agreed to by:  
W.R. Grace

Date: \_\_\_\_\_

cc: Charles Berget  
Anthony Berget  
David M. Cleary



If construction activities commence prior to the execution of the lease agreement, W.R. Grace indemnifies Universal Land Corporation from any and all liability arising from such activities, including damage to property owned by Universal Land Corporation and damage to all other persons and property.

**The Building Company**  
**1095 Bayview Drive**  
**Polson, Montana 59860**

**PROPOSAL FOR**

**WR Grace**

**This proposal includes both buildings for**  
**WR Grace**

**Building 1 is to be 50' X 150' X 12' W.H.**  
**Building 2 is to be 50' by 100' X 12' W.H.**

**August 1, 2000**

### Site Work

Site work is to be done by WR Grace before the buildings are up or after the buildings are finished.

### Rock Clause

If holes cannot be drilled by a bobcat hydraulic drill or an electrical power truck type drill, with both two feet diameter attachment, any other means to go through rock, asphalt, cement, or hard digging will be considered an extra cost and will be written as such.

### Posts

Posts to be pressure treated 6" X 6" will be used for both buildings. The posts are to be set in holes on a 16 inch pad of concrete. Post spacing are as per plans.

### Concrete Posts

Concrete is to be a five sack mix. There will be a 16 inch pad of concrete poured first with a pancake number II rebar in the bottom of the hole. There will also be four pieces of number II rebar standing vertically in the hole which would be attached to concrete surrounding the post.

### Framing Walls

Walls are to be framed on 2' centers with number two 2" X 6" to be put together between six by six inch posts two by sixes are horizontal from post to post and blocked with two by sixes on each side of the post.

### Roof Trusses

Roof trusses will be engineered by Inter MT Truss Co. of Kalispell, Montana. The trusses will span 50 feet. The trusses are to be engineered for the snow load of the Libby area. Trusses will meet all requirements for codes and plans for the City of Libby.

### Roof Framing

Pearlin's are to be 2" X 6" number II framed between trusses will be placed horizontally from the top cord of truss to the top cord of truss with two by sixes that are tied to each end of top cord of truss. Steel hangers are to be used to install 2" X 6". Roof framing is to meet the snow load for the Libby area.

### Steel Walls

The steel being used is a 29 gage thick with three foot wide panels for side walls. Metal is to be placed vertically for walls 12 feet high. The screws are to be placed in rows of two feet horizontally through the buildings.

### Steel Roofs

The steel used is to be 29 gage. Three foot panels spans are to go from ridge cap to four inches over eaves with metal. Metal is to be screwed down on two foot centers horizontally to meet product warranty.

### Steel Trim

Steel trim is to be ridge cap, corners, mini gables, and J-track which holds the metal on top and bottom.

### Entry Doors

Four doors per building were figured. Doors are to be 2' X 6'.

### Garage Doors

There are two 12 feet by 12 feet garage doors included in both buildings for a total of four doors. These doors are non insulated type steel doors. Doors will be installed by professional door company.

### Light Panels Both Buildings

Building number one, 50 feet by 140 feet, is to have a light panel installed on each side of the eve side of the wall from the top of the eve down two feet continuing 134 feet long on each side. The end panels of the corner of the building need to run vertically 12 feet up.

Panels for building number two are to be installed in the same manner.

### Steel bracing

The center posts of both buildings are to have steel bracing diagonally between posts, every other one, as is in the engineered drawings and plans.

### Posts Center of Building

Steel brackets are to be made up as to the engineers proposal. These are required by engineers plans and drawings.

### Electric Power of Site

WR Grace is to provide temporary power to the site of both buildings. Electric usage is to be paid by WR Grace.

### Contract

~~the first building, 50' X 140' is to be furnished for storage for materials on date of contract signed and down payment is received. The buildings are to be built in 28 days as agreed.~~

84 BUILDING #1 (50' X 140') IS TO BE COMPLETED TO  
RECEIVE STORAGE OF MATERIALS IN 28 DAYS FROM THE DATE  
OF CONTRACT SIGNATURE BY BOTH PARTIES TO THE CONTRACT  
AND RECEIPT OF DOWN PAYMENT BY THE BUILDING COMPANY  
FROM W.R. GRACE COMPANY.

The Building Company  
1095 Bayview Dr.  
Polson, Mt. 59860  
406-883-2883  
406-270-1512

0597

NAME **Kathern Coggon**

NAME \_\_\_\_\_

ADDRESS

**ADDRESS**CITY **Denver**STATE Ca.

ZIF

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STATE

ZIP

TELEPHONE Fx 303-866-0200

TELEPHONE

DATE \_\_\_\_\_

DATE OF PLANS

START WORK DATE

**YOUR INQUIRY NO.**

1 PROPOSAL NO

PAGE NO.

10: Page 33

**Aug. 1 2000**

**Aug. 1 2000**

**See Attached Pages 1-5**

Pole type building 1 50' x 140' x 12'

Polce type building 2 50' x 100 x 12'

ALL INFORMATION CONTAINED HEREIN IS UNCLASSIFIED DATE 08-28-2001 BY 60322 UCBAW

**start**

\$213,600 50,000

~~25,000~~ 30,000-framed up 25,000-metal

..on\_1\_bld\_start..2nd bld..40\_000start ..

**#25-000-framed, #25-000-metal, no other**

rest when both bids complete.

Chang, who is also a professor in the Department of Economics, said that the college has a long history of supporting the community and is a very important institution. He said that the college has a long history of supporting the community and is a very important institution.

ATTENTION: FOR BEST RESULTS, ALWAYS USE LONGER-LEVERED WRENCHES

DATE: \_\_\_\_\_

THE ABOVE PHOTO REPRODUCED AND DATED 1944, 1945, 1946, 1947, 1948, 1949, 1950, 1951, 1952, 1953, 1954, 1955, 1956, 1957, 1958, 1959, 1960, 1961, 1962, 1963, 1964, 1965, 1966, 1967, 1968, 1969, 1970, 1971, 1972, 1973, 1974, 1975, 1976, 1977, 1978, 1979, 1980, 1981, 1982, 1983, 1984, 1985, 1986, 1987, 1988, 1989, 1990, 1991, 1992, 1993, 1994, 1995, 1996, 1997, 1998, 1999, 2000, 2001, 2002, 2003, 2004, 2005, 2006, 2007, 2008, 2009, 2010, 2011, 2012, 2013, 2014, 2015, 2016, 2017, 2018, 2019, 2020, 2021, 2022, 2023, 2024, 2025, 2026, 2027, 2028, 2029, 2030, 2031, 2032, 2033, 2034, 2035, 2036, 2037, 2038, 2039, 2040, 2041, 2042, 2043, 2044, 2045, 2046, 2047, 2048, 2049, 2050, 2051, 2052, 2053, 2054, 2055, 2056, 2057, 2058, 2059, 2060, 2061, 2062, 2063, 2064, 2065, 2066, 2067, 2068, 2069, 2070, 2071, 2072, 2073, 2074, 2075, 2076, 2077, 2078, 2079, 2080, 2081, 2082, 2083, 2084, 2085, 2086, 2087, 2088, 2089, 2090, 2091, 2092, 2093, 2094, 2095, 2096, 2097, 2098, 2099, 2100, 2101, 2102, 2103, 2104, 2105, 2106, 2107, 2108, 2109, 2110, 2111, 2112, 2113, 2114, 2115, 2116, 2117, 2118, 2119, 2120, 2121, 2122, 2123, 2124, 2125, 2126, 2127, 2128, 2129, 2130, 2131, 2132, 2133, 2134, 2135, 2136, 2137, 2138, 2139, 2140, 2141, 2142, 2143, 2144, 2145, 2146, 2147, 2148, 2149, 2150, 2151, 2152, 2153, 2154, 2155, 2156, 2157, 2158, 2159, 2160, 2161, 2162, 2163, 2164, 2165, 2166, 2167, 2168, 2169, 2170, 2171, 2172, 2173, 2174, 2175, 2176, 2177, 2178, 2179, 2180, 2181, 2182, 2183, 2184, 2185, 2186, 2187, 2188, 2189, 2190, 2191, 2192, 2193, 2194, 2195, 2196, 2197, 2198, 2199, 2200, 2201, 2202, 2203, 2204, 2205, 2206, 2207, 2208, 2209, 2210, 2211, 2212, 2213, 2214, 2215, 2216, 2217, 2218, 2219, 2220, 2221, 2222, 2223, 2224, 2225, 2226, 2227, 2228, 2229, 2230, 2231, 2232, 2233, 2234, 2235, 2236, 2237, 2238, 2239, 2240, 2241, 2242, 2243, 2244, 2245, 2246, 2247, 2248, 2249, 2250, 2251, 2252, 2253, 2254, 2255, 2256, 2257, 2258, 2259, 2260, 2261, 2262, 2263, 2264, 2265, 2266, 2267, 2268, 2269, 2270, 2271, 2272, 2273, 2274, 2275, 2276, 2277, 2278, 2279, 2280, 2281, 2282, 2283, 2284, 2285, 2286, 2287, 2288, 2289, 2290, 2291, 2292, 2293, 2294, 2295, 2296, 2297, 2298, 2299, 2300, 2301, 2302, 2303, 2304, 2305, 2306, 2307, 2308, 2309, 2310, 2311, 2312, 2313, 2314, 2315, 2316, 2317, 2318, 2319, 2320, 2321, 2322, 2323, 2324, 2325, 2326, 2327, 2328, 2329, 2330, 2331, 2332, 2333, 2334, 2335, 2336, 2337, 2338, 2339, 2340, 2341, 2342, 2343, 2344, 2345, 2346, 2347, 2348, 2349, 2350, 2351, 2352, 2353, 2354, 2355, 2356, 2357, 2358, 2359, 2360, 2361, 2362, 2363, 2364, 2365, 2366, 2367, 2368, 2369, 2370, 2371, 2372, 2373, 2374, 2375, 2376, 2377, 2378, 2379, 2380, 2381, 2382, 2383, 2384, 2385, 2386, 2387, 2388, 2389, 2390, 2391, 2392, 2393, 2394, 2395, 2396, 2397, 2398, 2399, 2400, 2401, 2402, 2403, 2404, 2405, 2406, 2407, 2408, 2409, 2410, 2411, 2412, 2413, 2414, 2415, 2416, 2417, 2418, 2419, 2420, 2421, 2422, 2423, 2424, 2425, 2426, 2427, 2428, 2429, 2430, 2431, 2432, 2433, 2434, 2435, 2436, 2437, 2438, 2439, 2440, 2441, 2442, 2443, 2444, 2445, 2446, 2447, 2448, 2449, 2450, 2451, 2452, 2453, 2454, 2455, 2456, 2457, 2458, 2459, 2460, 2461, 2462, 2463, 2464, 2465, 2466, 2467, 2468, 2469, 2470, 2471, 2472, 2473, 2474, 2475, 2476, 2477, 2478, 2479, 2480, 2481, 2482, 2483, 2484, 2485, 2486, 2487, 2488, 2489, 2490, 2491, 2492, 2493, 2494, 2495, 2496, 2497, 2498, 2499, 2500, 2501, 2502, 2503, 2504, 2505, 2506, 2507, 2508, 2509, 2510, 2511, 2512, 2513, 2514, 2515, 2516, 2517, 2518, 2519, 2520, 2521, 2522, 2523, 2524, 2525, 2526, 2527, 2528, 2529, 2530, 2531, 2532, 2533, 2534, 2535, 2536, 2537, 2538, 2539, 2540, 2541, 2542, 2543, 2544, 2545, 2546, 2547, 2548, 2549, 2550, 2551, 2552, 2553, 2554, 2555, 2556, 2557, 2558, 2559, 2560, 2561, 2562, 2563, 2564, 2565, 2566, 2567, 2568, 2569, 2570, 2571, 2572, 2573, 2574, 2575, 2576, 2577, 2578, 2579, 2580, 2581, 2582, 2583, 2584, 2585, 2586, 2587, 2588, 2589, 2590, 2591, 2592, 2593, 2594, 2595, 2596, 2597, 2598, 2599, 2600, 2601, 2602, 2603, 2604, 2605, 2606, 2607, 2608, 2609, 2610, 2611, 2612, 2613, 2614, 2615, 2616, 2617, 2618, 2619, 2620, 2621, 2622, 2623, 262

*The Building Company*

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FAX NO. : 4062933954

FROM : MR GRACE